

MEMORANDUM OF FIRST EQUIPMENT TRUST AGREEMENT SUPPLEMENT
dated as of September 29, 1994, by FIRST SECURITY BANK OF
UTAH, NATIONAL ASSOCIATION, not in its individual capacity
but solely as trustee for TTX Lease 42-A Trust, a Utah
trust, and FIRST SECURITY BANK OF IDAHO, NATIONAL
ASSOCIATION, a national banking association.

The undersigned have entered into that certain
Equipment Trust Agreement (No. 42-A), dated as of September
8, 1994, covering the railroad equipment listed in Schedule
A thereto, pursuant to which equipment trust certificates
having a final maturity of January 1, 2005 and July 1, 2013,
are being issued on the terms and conditions set forth in
said Equipment Trust Agreement.

A memorandum of said Equipment Trust Agreement has
been recorded with the Interstate Commerce Commission
pursuant to Section 11303 of Title 49 of the United States
Code, and assigned recordation number 18971-B.

The undersigned have entered into that certain
First Equipment Trust Agreement Supplement (No. 42-A), dated
as of September 29, 1994, including in the said Equipment
Trust Agreement the railroad equipment listed in Schedule A
thereto and hereto, and wish to show for the public record
the security interest of First Security Bank of Idaho,
National Association, security trustee thereunder, in and to
said equipment, the bills of sale and manufacturers'
warranties in respect thereof, all improvements and
additions now or hereafter made or affixed thereto (to the
extent of the interest of First Security Bank of Utah,
National Association, not in its individual capacity but
solely as trustee for TTX Lease 42-A Trust therein), and all
cash and noncash proceeds therefrom (but excluding rents due
or to become due under the Lease of Railroad Equipment dated
as of September 8, 1994, as supplemented, between TTX
Company and First Security Bank of Utah, National
Association, not in its individual capacity but solely as
trustee for TTX Lease 42-A Trust in respect of such
equipment).

RECORDATION NO. 18971-E
FILED 1425

SEP 29 1994 10 50 AM

INTERSTATE COMMERCE COMMISSION

IN WITNESS WHEREOF, the parties hereto have each caused this supplement to be duly executed by their respective officers or representatives thereunto duly authorized:

FIRST SECURITY BANK OF UTAH,
NATIONAL ASSOCIATION, not in its
individual capacity but solely as
trustee for TTX Lease 42-A Trust

By: 

Name:

C. Scott Nielsen

Title:

Asst. Vice President

FIRST SECURITY BANK OF IDAHO,
NATIONAL ASSOCIATION

By: 

Name:

Brett R. King

Title:

Trust Officer

STATE OF UTAH)
) SS.:
COUNTY OF SALT LAKE)

On this 29th day of September, 1994, before me personally appeared C. Scott Nielsen, to me personally known, who, by me being duly sworn, says that he is a Asst. Vice President of First Security Bank of Utah, National Association, and that the foregoing instrument was signed on behalf of said association by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

David B. Smith

Notary Public
DAVID B. SMITH
79 So. Main Street
S.L.C., UT 84111
COMMISSION EXPIRES
OCT. 16, 1995

My commission expires

STATE OF UTAH)
) SS.:
COUNTY OF SALT LAKE)

On this 29th day of September, 1994, before me personally appeared Brett R. King, to me personally known, who, by me being duly sworn, says that he is a TRUST OFFICER of First Security Bank of Idaho, National Association, and that the foregoing instrument was signed on behalf of said association by authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.

David B. Smith

Notary Public

My commission expires

NOTARY PUBLIC
DAVID B. SMITH
79 So. Main Street
S.L.C., UT 84111
COMMISSION EXPIRES
OCT. 16, 1995

TL42
09/16/94

KBNY LEASING

SCHEDULE A
TTX COMPANY
LEASE NO. 42A
DATED AS OF SEPTEMBER 8, 1994
CLOSING #2, ON SEPTEMBER 29, 1994

BUILDER/ CAR TYPE	QUANTITY		DELIVERY PERIOD	CONTRACT
	CARS	PLATFORMS		
GUNDERSON, INC.				
THREE-UNIT DRABBAR-CONNECTED ALL-PURPOSE DOUBLE-STACK WELL CARS FOR CARRYING CONTAINERS OR TRAILERS UP TO 53' LONG- DTTX.	10	30	JUNE, '94	T-3A93-F
TRINITY INDUSTRIES, INC.				
FIVE-UNIT ARTICULATED ALL-PURPOSE SPINE FLATCARS WITH RETRACTABLE HITCHES FOR CARRYING CONTAINERS OR TRAILERS UP TO 53' LONG- TTAX.	144	720	APR-JULY, '94	T-3A93-P
THRALL CAR MANUFACTURING COMPANY				
FIVE-UNIT ARTICULATED DOUBLE-STACK CONTAINER WELL CARS WITH CAPACITY FOR 20' TO 48' CONTAINERS IN ALL WELLS- DTTX.	16	80	JUNE-JULY, '94	T-3093-T
TOTAL	170	830		